

1 COUGHLIN STOIA GELLER  
2 RUDMAN & ROBBINS LLP  
3 JOHN K. GRANT (169813)  
4 SHAWN A. WILLIAMS (213113)  
5 MONIQUE C. WINKLER (213031)  
6 AELISH M. BAIG (201279)  
7 100 Pine Street, Suite 2600  
8 San Francisco, CA 94111  
9 Telephone: 415/288-4545  
10 415/288-4534 (fax)  
11 johng@csgr.com  
12 shawnw@csgr.com  
13 mwinkler@csgr.com  
14 abaig@csgr.com  
15 – and –  
16 TRAVIS E. DOWNS III (148274)  
17 KATHLEEN A. HERKENHOFF (168562)  
18 BENNY C. GOODMAN III (211302)  
19 MARY LYNNE CALKINS (212171)  
20 655 West Broadway, Suite 1900  
21 San Diego, CA 92101  
22 Telephone: 619/231-1058  
23 619/231-7423 (fax)  
24 travisd@csgr.com  
kathyh@csgr.com  
bgoodman@csgr.com  
mcalkins@csgr.com

SCHIFFRIN BARROWAY TOPAZ  
& KESSLER LLP  
LEE D. RUDY  
ALISON K. CLARK  
280 King of Prussia Road  
Radnor, PA 19087  
Telephone: 610/667-7706  
610/667-7056 (fax)  
lrudy@sbtklaw.com  
aclark@sbtklaw.com

15 Co-Lead Counsel for Plaintiffs

16 [Additional counsel appear on signature page.]

17 UNITED STATES DISTRICT COURT  
18 NORTHERN DISTRICT OF CALIFORNIA  
19 SAN JOSE DIVISION

20 In re AGILE SOFTWARE CORPORATION ) Lead Case No. C-06-07434-JW  
21 DERIVATIVE LITIGATION )  
22 \_\_\_\_\_ ) STIPULATION AND [PROPOSED] ORDER  
23 This Document Relates To: ) REGARDING DISMISSAL OF ACTION  
24 ALL ACTIONS. )  
25 \_\_\_\_\_  
26 \_\_\_\_\_  
27 \_\_\_\_\_  
28 \_\_\_\_\_

1           WHEREAS, all parties agree to dismissal of the above-entitled action without prejudice  
2 pursuant to Federal Rule of Civil Procedure 41(a)(1);

3           THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and among the parties,  
4 through their respective counsel of record, as follows:

- 5           1. Plaintiffs dismiss this action against defendants without prejudice; and  
6           2. Each party shall bear its own costs and attorneys' fees.

7           IT IS SO STIPULATED.

8 DATED: February 20, 2008

COUGHLIN STOIA GELLER  
RUDMAN & ROBBINS LLP  
JOHN K. GRANT  
SHAWN A. WILLIAMS  
MONIQUE C. WINKLER  
AELISH M. BAIG  
100 Pine Street, Suite 2600  
San Francisco, CA 94111  
Telephone: 415/288-4545  
415/288-4534 (fax)

COUGHLIN STOIA GELLER  
RUDMAN & ROBBINS LLP  
TRAVIS E. DOWNS III  
KATHLEEN A. HERKENHOFF  
BENNY C. GOODMAN III  
MARY LYNNE CALKINS

18           \_\_\_\_\_  
19           s/ KATHLEEN A. HERKENHOFF  
20           KATHLEEN A. HERKENHOFF

21           655 West Broadway, Suite 1900  
22           San Diego, CA 92101  
23           Telephone: 619/231-1058  
24           619/231-7423 (fax)

1 SCHIFFRIN BARROWAY TOPAZ  
2 & KESSLER LLP  
3 LEE D. RUDY  
4 ALISON K. CLARK  
5 280 King of Prussia Road  
Radnor, PA 19087  
Telephone: 610/667-7706  
610/667-7056 (fax)

7 SCHIFFRIN, BARROWAY, TOPAZ  
8 & KESSLER, LLP  
9 ALAN R. PLUTZIK  
NICHOLE BROWNING  
10 125 Oak Grove Road, Suite 120  
Walnut Creek, CA 94598  
Telephone: 925/945-0200  
925/945-8792 (fax)

11 Co-Lead Counsel for Plaintiffs

12 *I, Kathleen A. Herkenhoff, am the ECF User whose ID and password are being used to file  
this Stipulation and [Proposed] Order Regarding Dismissal of Action. In compliance with General  
Order 45, X.B., I hereby attest that Jonathan B. Gaskin has concurred in this filing.*

13 DATED: February 20, 2008

14 ORRICK, HERRINGTON & SUTCLIFFE LLP  
15 JAMES N. KRAMER  
16 JONATHAN B. GASKIN  
17 BENJAMIN P. VAN HOUTEN  
LUCY E. BUFORD

18 

---

s/ JONATHAN B. GASKIN  
JONATHAN B. GASKIN

19 The Orrick Building  
20 405 Howard Street  
21 San Francisco, CA 94105  
Telephone: 415/773-5700  
415/773-5759 (fax)

22 Attorneys for Defendants

23 \* \* \*

24 **O R D E R**

25 PURSUANT TO THE STIPULATION REGARDING DISMISSAL OF ACTION FILED  
26 BY THE PARTIES:

27 1. The above-entitled action is dismissed against defendants without prejudice; and

2. Each party shall bear its own costs and attorneys' fees.

IT IS SO ORDERED.

DATED:

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**THE HONORABLE JAMES WARE  
UNITED STATES DISTRICT JUDGE**

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CERTIFICATE OF SERVICE

I hereby certify that on February 20, 2008, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on February 20, 2008.

s/ KATHLEEN A. HERKENHOFF  
KATHLEEN A. HERKENHOFF

COUGHLIN STOIA GELLER  
RUDMAN & ROBBINS LLP  
655 West Broadway, Suite 1900  
San Diego, CA 92101-3301  
Telephone: 619/231-1058  
619/231-7423 (fax)

E-mail:KathyH@csgrr.com

## Mailing Information for a Case 5:06-cv-07434-JW

### Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

- **Lucy Edmond Buford**  
lbuford@orrick.com
- **Travis E. Downs , III**  
travisd@csgrr.com,e\_file\_sd@csgrr.com
- **Jonathan B. Gaskin**  
jgaskin@orrick.com,mticzon@orrick.com
- **Kathleen Ann Herkenhoff**  
kathyh@csgrr.com,e\_file\_sd@csgrr.com
- **James Neil Kramer**  
jkramer@orrick.com
- **William S. Lerach**  
e\_file\_sf@lerachlaw.com
- **Alan Roth Plutzik**  
aplutzik@bramsonplutzik.com
- **Benjamin Paul Van Houten**  
bvanhouten@orrick.com
- **Shawn A. Williams**  
shawnw@csgrr.com,khuang@csgrr.com,moniquew@csgrr.com,e\_file\_sf@csgrr.com,cwood@csgrr.com,travisd@csg  
r.com,monique.williams@orrick.com
- **Monique C. Winkler**  
shawnw@csgrr.com,travisd@csgrr.com,e\_file\_sd@csgrr.com,E\_File\_SF@csgrr.com

### Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

**Darren Jay Robbins**  
Coughlin Stoia Geller Rudman & Robbins LLP  
655 West Broadway  
Suite 1900  
San Diego, CA 92101